

**UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK**

TROPIC TECHNOLOGIES, INC.,

*Plaintiff,*

v.

VENDR, INC. and STEPHEN ANDERSON,

*Defendants.*

Docket No.:1:22-cv-06043 (LJL)

**DECLARATION OF LEWIS ZIROGIANNIS**

I, Lewis Ziropiannis, an attorney duly admitted to practice law in this Court, pursuant to 28 U.S.C. § 1746 and under penalty of perjury, state and declare as follows:

1. I am a partner at the law firm of Foley & Lardner LLP, attorneys for Defendant Vendr, Inc. (“Vendr”) in the above-captioned action. I make this Declaration based upon personal knowledge in support of Vendr’s memorandum of law in opposition to Plaintiff Tropic Technologies, Inc.’s (“Tropic”) motion for a temporary restraining order and a preliminary injunction (ECF No. 4) (the “TRO”).

2. On July 8, 2022, by way of its counsel Tropic sent a letter to Vendr regarding its recent employment of Defendant Stephen Anderson (“Anderson”) making various allegations and demanding that Vendr withdraw its offer of employment to Anderson (the “July 8th Letter to Vendr”). A true and correct copy of the July 8th Letter to Vendr is attached hereto as **Exhibit A**.

3. On the same day of July 8, 2022, Tropic also sent a letter to Anderson asserting that he was in violation of his employment contract with Tropic by accepting Vendr’s employment offer (the “July 8th Letter to Anderson”). See the complaint filed by Tropic on July 15, 2022 (ECF No. 1) (the “Complaint” or “Compl.”) ¶¶ 60-61.

4. On July 13, 2022, Vendr, by way of its counsel sent a letter to Tropic in response to the July 8th Letter to Vendr (“Vendr’s Response Letter”). A true and correct copy of Vendr’s Response Letter is attached hereto as **Exhibit B**.

5. On July 15, 2022, Anderson by way of his counsel sent a letter to Tropic in response to the July 8th to Anderson (the “Anderson Response Letter”). A true and correct copy of the Anderson Letter is attached hereto as **Exhibit C**.

6. On that same day of July 15, 2022, Tropic commenced the above-captioned action against Vendr and Anderson. *See* the Complaint.

7. Among other things, in the Complaint Tropic alleged that “[t]he identity of Tropic’s clients, ...is considered highly confidential and proprietary” (Compl. ¶22) and that “Anderson plainly stole Tropic’s files and documents with the intent of using them to solicit Tropic’s clients,..” (*Id.* ¶57).

8. On July 15, 2022, Tropic simultaneously filed the TRO with the Complaint.

9. Similar to the Complaint, in the TRO Tropic alleged that “Anderson was privy to Tropic’s confidential information, including: (1) Tropic’s clients;..” (TRO 11) and “there is a manifest danger that he will misuse Tropic’s confidential information (both stolen documents and information otherwise known to him) to unfairly compete, to damage Tropic’s relationships with its software vendors and customers,..” (*Id.* 9-10).

10. However, Tropic’s clients and customers are listed on Tropics publicly accessible webpage located at <https://tropicapp.io/customer-stories/> (“Tropic’s Customer List”). A true and correct copy of a screenshot of Tropic’s Customer List is attached hereto as **Exhibit D**.

I declare pursuant to 28 U.S.C. § 1746 and under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

Dated: July 19, 2022

/s/Lewis Ziropiannis  
LEWIS ZIROGIANNIS, ESQ.